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12897 Colonial Dr • Mt Airy, Md 21771  
301-253-6040

16557  
RECORDATION NO \_\_\_\_\_ FILED 1425

OCT 4 1989 -9 50 AM  
INTERSTATE COMMERCE COMMISSION

9-277A600

October 4, 1989

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th & Constitution Avenue, N.W.  
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed is a Memorandum of Lease of Railroad Equipment dated as of August 30, 1989, between the following parties:

Lessor: Helm Financial Corporation  
One Embarcadero Center  
San Francisco, CA 94111

Lessee: Arch Mineral Corporation,

The equipment involved in this transaction is listed on Annex A to the lease.

Please file this agreement as a primary document. The filing fee of \$15 is enclosed. Thank you.

Sincerely,

*Mary Ann Oster*

Mary Ann Oster  
Research Consultant

Enclosures

*C. Annalynd Mary Ann Oster*

MEMORANDUM OF  
LEASE OF RAILROAD EQUIPMENT

16557  
OCT 4 1989 -9 50 AM  
INTERSTATE COMMERCE COMMISSION

THIS MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT is intended to evidence the Lease of Railroad Equipment, dated as of May 1, 1989 (the "Lease") between Helm Financial Corporation, a California corporation (the "Lessor"), and Arch Mineral Corporation, a Delaware corporation (the "Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. The Lessor is the owner of one hundred (100) open top coal hopper cars, more fully described in Annex A hereto (the "Units"). The Lessee leased from the Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, the Lessor and the Lessee, each pursuant to due authority, have executed this Memorandum of Lease as of this 30<sup>th</sup> day of August, 1989.

LESSOR

HELM FINANCIAL CORPORATION

ATTEST:

[Signature]  
Title: Executive Vice President

By: [Signature]  
Title: President

LESSEE

ARCH MINERAL CORPORATION

ATTEST:

[Signature]  
Title: Secretary

By: [Signature]  
Title: Vice President - Marketing

ANNEX A

to

Memorandum of Lease of Railroad Equipment

Dated as of May 1, 1989

Equipment Description

100 ton, roller bearing, 3,422 cubic foot, three-pocket, open top coal hopper cars remanufactured by Bethlehem Steel in 1988.

Reporting Marks

HLMX

Car Numbers

5003	5014	5027	5047	5059	5075	5095
5004	5015	5028	5048	5060	5076	5098
5005	5016	5033	5050	5061	5078	5099
5007	5018	5036	5051	5063	5081	5101
5008	5019	5041	5053	5064	5085	5103
5011	5022	5042	5054	5065	5087	5105
5012	5023	5043	5055	5069	5091	5106
5013	5024	5045	5058	5073	5094	5111
10001	10015	10047	10056	10071	10084	10121
10002	10033	10048	10060	10073	10085	10124
10003	10038	10050	10061	10075	10086	
10005	10039	10051	10062	10078	10087	
10006	10040	10052	10065	10080	10096	
10008	10042	10053	10069	10081	10118	
10014	10045	10054	10070	10082	10120	

STATE OF CALIFORNIA )  
 ) §  
COUNTY OF SAN FRANCISCO )

On this 27<sup>th</sup> day of SEPTEMBER, 1989, before me personally appeared RICHARD C. KIRCHNER, to me personally known, who, being by me duly sworn, says that he is \_\_\_\_\_ of HELM FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lynda A. Herskovitz  
Notary Public

My Commission Expires: July 16, 1993

[Notarial Seal]



STATE OF MISSOURI )  
City \_\_\_\_\_ ) §  
COUNTY OF ST LOUIS )

On this 29<sup>th</sup> day of AUGUST, 1989, before me personally appeared John N. Stewart, to me personally known, who, being by me duly sworn, says that he is Vice President-Marketing of Arch Mineral Corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

RUTH A. OLNEY  
NOTARY PUBLIC STATE OF MISSOURI  
ST LOUIS COUNTY  
MY COMMISSION EXP FEB. 15, 1993

Ruth A. Olney  
Notary Public

My Commission Expires: 2/15/93

[Notarial Seal]